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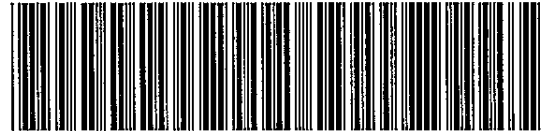
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TALLAHASSEE, FLORIDA

5-20



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 099096 128761A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 78.75

ORDER DATE : May 19, 2003

ORDER TIME : 3:54 PM

ORDER NO. : 099096-005

CUSTOMER NO: 128761A

CUSTOMER: Paul A. Gelep, Esq
Paul A. Gelep, Esq

7419 U.S. Highway 19

New Port Richey, FL 34652

DOMESTIC FILING

NAME: PER D'ART OF LUCK, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

PER D'ART OF LUCK, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAY 19 PM 12:33

The undersigned, acting as the incorporator, hereby adopts these Articles of Incorporation and forms a corporation under Chapter 607 of the Laws of the State of Florida as follows:

ARTICLE I. NAME

The name of the corporation shall be:

PER D'ART OF LUCK, INC.

The address of the principal office of this corporation shall be 6601 Hanley Road, Tampa, Florida 33634-4703, and the mailing address of the corporation shall be the same.

ARTICLE II. TERM OF EXISTENCE

The date when corporate existence shall commence shall be the date of the filing of these Articles of Incorporation by the office of the Secretary of State of the state of Florida, and the corporation shall have perpetual existence thereafter.

ARTICLE III. NATURE OF BUSINESS

This corporation is organized for the following purposes:

(A) To engage in the gasoline service station business, the convenience store business, and related activities; and

(B) To engage or transact in any or all lawful activities under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV. POWERS

The corporations shall have power:

(A) To have perpetual succession by its corporate name;

(B) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

(C) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

(D) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;

(E) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

-
- (F) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law;
- (G) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associates, partnerships or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;
- (H) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;
- (I) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (J) To conduct its business, carry on its operations, and have offices and exercise the powers granted by the

Florida General Corporation Act within or without the State of Florida;

- (K) To elect or appoint officers or agents for the corporation and define their duties and fix their compensation;
- (L) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of the State of Florida, for the administration and regulation of the affairs of the corporation;
- (M) To make donations for the public welfare or for charitable, scientific or educational purposes;
- (N) To transact any lawful business which the board of directors of the corporation shall find will be in aid of government policy;
- (O) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of any subsidiaries it may have;
- (P) To be a promoter, incorporator, general or limited partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise; and

(Q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and to have outstanding at any one time is ONE THOUSAND (1,000) shares of \$1.00 par value common stock.

ARTICLE VI. REGISTERED AGENT

The street address of the corporation's initial registered office is 6601 Hanley Road, Tampa, Florida 33634-4703, and the name of the initial registered agent of the corporation at said address is GAIL B. QUINN.

ARTICLE VII. DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws of the corporation. The name and address of the initial director of the corporation, who shall serve until a successor and/or successors is/are duly elected and qualified, is:

GAIL B. QUINN
Director

407 S. Westland Ave. #1
Tampa, Florida 33606

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is:

GAIL B. QUINN
407 S. Westland Ave. #1
Tampa, Florida 33606

ARTICLE IX. BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders of the corporation and only by the affirmative vote of the shareholders owning no less than seventy (70%) percent of the corporation's outstanding capital stock.

ARTICLE X. INFORMAL SHAREHOLDER ACTION

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

ARTICLE XI. INFORMAL DIRECTOR ACTION

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XII. INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIII. PREEMPTIVE RIGHTS

Each shareholder of the corporation shall have the first right to purchase shares (and any securities convertible into such shares) of any class, kind or series of the corporation's capital stock that may from time to time be issued, whether or not presently authorized, including treasury shares, in the ratio that the number of shares such shareholder holds at that time of issuance bears to the total number of shares then outstanding, exclusive of treasury shares. Any shareholder's preemptive rights shall be waived if such shareholder does not exercise his or her preemptive rights by tendering full payment to the corporation within thirty (30) days of receipt of written notice from the corporation stating the prices, terms and conditions for the sale of such shares (or securities convertible into such shares). A shareholder may also waive his or her preemptive rights by affirmative written notice of waiver within thirty (30) days of receipt of notice of the corporation's issuance of shares.

ARTICLE XIV. VOTING

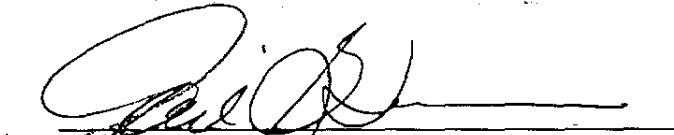
All actions, adoption, alterations, amendments, approvals, decisions and ramifications involving any aspect of the

corporation's business and affairs required to be made or accomplished by the shareholders shall be valid and effective only if authorized by the affirmative vote of shareholders owning no less than seventy (70%) percent of the corporation's outstanding capital stock.

ARTICLE XV. AMENDMENTS

These Articles of Incorporation may be amended only by the affirmative vote of the shareholders owning no less than seventy (70%) percent of the corporation's outstanding capital stock.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 12th day of May 2003.


Gail B. Quinn
Incorporator

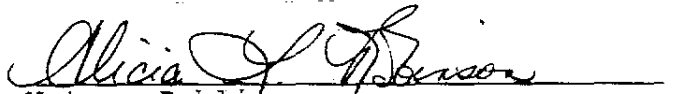
STATE OF FLORIDA)
COUNTY OF Hillsborough

BEFORE ME, the undersigned authority, personally appeared GAIL B. QUINN, who is to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Incorporator, and she acknowledged to and before me that she executed the same for the uses and purposes therein mentioned and set forth. That she produced the following as identification: —

FL DL

IN WITNESS WHEREOF, I have hereunder set my hand and seal at Tampa, in the said County and State, this 12th day of May, 2003.

My Commission Expires:

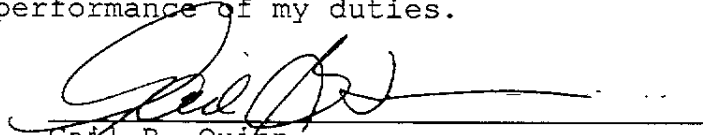

Notary Public
Printed Name: Alicia L. Robinson



Alicia L. Robinson
My Commission CC922050
Expires March 26, 2004

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

Having been named resident agent and designated to accept service of process for the above-named corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Gail B. Quinn
Registered Agent

Date: May 12, 2003

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